

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE FACEBOOK, INC., IPO SECURITIES AND
DERIVATIVE LITIGATION

MDL No. 12-2389 (RWS)

This document relates to the
Consolidated Nasdaq Actions

No. 12-cv-4054 No. 12-cv-4600
No. 12-cv-4200 No. 12-cv-4716
No. 12-cv-4201 No. 12-cv-5549
No. 12-cv-4315 No. 12-cv-5630
No. 12-cv-4403 No. 12-cv-6882

PLEADING IN INTERVENTION FOR LIMITED PURPOSES

1. The intervenors are Morgan Stanley & Co. LLC; J.P. Morgan Securities LLC; Goldman, Sachs & Co.; Merrill Lynch, Pierce, Fenner & Smith Incorporated; Barclays Capital Inc.; Allen & Company LLC; Citigroup Global Markets Inc.; Credit Suisse Securities (USA) LLC; Deutsche Bank Securities Inc.; RBC Capital Markets LLC; Wells Fargo Securities, LLC; Blaylock Robert Van LLC; BMO Capital Markets Corp.; C.L. King & Associates, Inc.; Cabrera Capital Markets, LLC; CastleOak Securities, L.P.; Cowen and Company, LLC; E*TRADE Securities LLC; Itaú BBA USA Securities, Inc.; Lazard Capital Markets LLC; Lebenthal & Co., LLC; Loop Capital Markets LLC; M.R. Beal & Company; Macquarie Capital (USA) Inc.; Muriel Siebert & Co., Inc.; Oppenheimer & Co. Inc.; Pacific Crest Securities LLC; Piper Jaffray & Co.; Raymond James & Associates, Inc.; Samuel A. Ramirez & Company, Inc.; Stifel, Nicolaus & Company, Incorporated; The Williams Capital Group, L.P.; and William Blair & Company, LLC (collectively, the “Underwriter Intervenors”).

2. The Underwriter Intervenor file this Pleading in Intervention for Limited Purposes against (1) Lead Plaintiffs in the Nasdaq Action: T3 Trading Group, LLC, Avatar Securities, LLC, Phillip Goldberg, Steve Jarvis, Atish Gandhi, Colin Suqman, Meredith Bailey and Faisal Sami and (2) the Nasdaq Defendants: The NASDAQ OMX Group, Inc., The NASDAQ Stock Market LLC, Robert Greifeld, and Anna M. Ewing.

3. The Underwriter Intervenor expressly adopt and incorporate herein all statements in the Memorandum of Law in Support of the Underwriter Defendants' Motion to Intervene.

4. The intervention of the Underwriter Intervenor is necessary to protect their rights to a judgment reduction under the Private Securities Litigation Reform Act of 1995, 15 U.S.C. § 78u-4(f)(7)(B), New York General Obligations Law § 15-108, and any other applicable law.

5. The intervention of the Underwriter Intervenor is also necessary to protect their rights to make claims against the Nasdaq Defendants.

PRAYER FOR RELIEF

a) The Underwriter Intervenor should be granted leave to intervene for the limited purposes set forth above.

b) The Court should order such other and further relief as is just and appropriate.

Dated: New York, New York
September 11, 2015

By: /s/ James P. Rouhandeh

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